

FCC/MELLON

JUN 27 2003

WC-03-170

NOWALSKY, BRONSTON & GOTHARD

A Professional Limited Liability Company

Attorneys at Law

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Monica Borne Haab
EllenAnn G. Sands
Bruce C. Betzer
Philip R. Adams, Jr.

June 26, 2003

Federal Communications Commission
Common Carrier Bureau
445 12th Street S.W.
Washington, D. C. 20554

ORIGINAL

FCC c/o Mellon Bank
3 Mellon Centre
525 William Penn Way, 27th Floor
Room 152-2713
Pittsburg, Pennsylvania 15259-0001
ATTN: Wholesale Lockbox Shift Supervisor

RE: Application for consent to the transfer of control of a business which has
Blanket Domestic Interstate 214 Authority
Transfer of Norstar Communications, Inc. d/b/a Business Savings Plan ITC-
214-20000306-00134 to Network US, Inc. d/b/a CA Affinity ITC-214-
20010426-00237

Dear Sir or Madam:

Enclosed please find the following documents submitted on behalf of Norstar
Communications, Inc. And Network US, Inc.:

1. The original and four (4) copies of an Application for consent to the transfer of control of a business which has blanket domestic interstate 214 authority.
2. The original and four (4) copies of FCC Form 159.
3. Our check in the amount of \$815.00 representing the filing fee for this Application.

Should you have any questions or require additional information, please do not hesitate to contact me.

I would appreciate if you would return a copy of this letter, date-stamped, in the envelope provided.

Sincerely,


EllenAnn G. Sands

Enclosures

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EllenAnn G. Sands

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READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDINGFEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

Approved by OMB

3060-0589

Page No 1 of 2

(1) LOCKBOX #

SPECIAL USE

FCC USE ONLY

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)

Nowalsky Bronston & Gothard APLLC

(3) TOTAL AMOUNT PAID (U.S. Dollars and cents)

\$815.00

(4) STREET ADDRESS LINE NO. 1

3500 North Causeway Blvd.

(5) STREET ADDRESS LINE NO. 2

Suite 1442

(6) CITY

Metairie

(7) STATE

LA

(8) ZIP CODE

70002

(9) DAYTIME TELEPHONE NUMBER (include area code)

(504) 832-1984

(10) COUNTRY CODE (if not in U.S.A.)

U.S.A.

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(11) PAYER (FRN)

0005659958

(12) PAYER (TIN)

72-1258052

IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)

(13) APPLICANT NAME

Norstar Communications, Inc. d/b/a Business Savings Plan

(14) STREET ADDRESS LINE NO. 1

5862 Bolsa Avenue

(15) STREET ADDRESS LINE NO. 2

Suite 103

(16) CITY

Huntington Beach

(17) STATE

CA

(18) ZIP CODE

92649

(19) DAYTIME TELEPHONE NUMBER (include area code)

(949) 474-1500

(20) COUNTRY CODE (if not in U.S.A.)

U.S.A.

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN)

0009197559

(22) APPLICANT (TIN)

33-0884681

COMPLETE SECTION C FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID

(24A) PAYMENT TYPE CODE

(25A) QUANTITY

CUT

1

(26A) FEE DUE FOR (PTC)

\$815.00

(27A) TOTAL FEE

\$815.00

FCC USE ONLY

(28A) FCC CODE 1

(29A) FCC CODE 2

(23B) CALL SIGN/OTHER ID

(24B) PAYMENT TYPE CODE

(25B) QUANTITY

(26B) FEE DUE FOR (PTC)

(27B) TOTAL FEE

FCC USE ONLY

(28B) FCC CODE 1

(29B) FCC CODE 2

SECTION D - CERTIFICATION

(30) CERTIFICATION STATEMENT

I, EllenAnn G. Sands

the best of my knowledge, information and belief.

SIGNATURE

, certify under penalty of perjury that the foregoing and supporting information is true and correct to

DATE 06/26/2003

SECTION E - CREDIT CARD PAYMENT INFORMATION

(31)



MASTERCARD

MASTERCARD/VISA ACCOUNT NUMBER:

EXPIRATION

DATE:



VISA

I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described.

SIGNATURE

DATE

SPECIAL USE
FCC USE ONLY

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT

SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME Network US, Inc.		
(14) STREET ADDRESS LINE NO. 1 W229 N1433 Westwood Drive		
(15) STREET ADDRESS LINE NO. 2 Suite 205		
(16) CITY Waukesha	(17) STATE WI	(18) ZIP CODE 53186
(19) DAYTIME TELEPHONE NUMBER (include area code) (800) 964-3863		(20) COUNTRY CODE (if not in U.S.A.) U.S.A.

FCC REGISTRATION NUMBER (FRN) AND TAX IDENTIFICATION NUMBER (TIN) REQUIRED

(21) APPLICANT (FRN) 0006024491	(22) APPLICANT (TIN) 72-1449031
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IF MORE BOXES ARE NEEDED, USE ADDITIONAL FCC 159-C CONTINUATION SHEETS TO LIST EACH SERVICE

SECTION CC - PAYMENT INFORMATION

(23A) CALL SIGN/OTHER ID		(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	FCC USE ONLY	
(28A) FCC CODE 1	(29A) FCC CODE 2		
(23B) CALL SIGN/OTHER ID		(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY	
(28B) FCC CODE 1	(29B) FCC CODE 2		
(23C) CALL SIGN/OTHER ID		(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	FCC USE ONLY	
(28C) FCC CODE 1	(29C) FCC CODE 2		
(23D) CALL SIGN/OTHER ID		(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	FCC USE ONLY	
(28D) FCC CODE 1	(29D) FCC CODE 2		
(23E) CALL SIGN/OTHER ID		(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	FCC USE ONLY	
(28E) FCC CODE 1	(29E) FCC CODE 2		
(23F) CALL SIGN/OTHER ID		(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	FCC USE ONLY	
(28F) FCC CODE 1	(29F) FCC CODE 2		

BEFORE THE
Federal Communications Commission
WASHINGTON, D.C.

In the Matter of)
)
)
)
)

Norstar Communications, Inc.)
d/b/a Business Savings Plan)
and its Shareholders,)
Transferors.)
)

Network US, Inc.)
d/b/a CA Affinity)
and its Shareholders,)
Transferees,)
)

and)

File No.)

Application for consent to the)
transfer of control of a business which has)
Section 214 Domestic Interstate authorization)
)

To: The Commission)
_____)

APPLICATION FOR CONSENT TO TRANSFER OF CONTROL

Norstar Communications, Inc. d/b/a Business Savings Plan ("Norstar") and its shareholders and Network US, Inc. d/b/a CA Affinity ("Network") and its shareholders, pursuant to Section 214 of the Communications Act of 1934, as amended, and Section 63.18(e)(5) of the Commission's Rules, hereby apply for consent to the transfer of control of Norstar, a holder of blanket 214 domestic interstate authorization under the name

Norstar Communications, Inc., File No. ITC-214-20000306-00134, to Network US, Inc, a holder of blanket 214 domestic interstate authorization, File No. ITC-214-20010426-00237.

The proposed transfer will benefit the public interest. In accordance with 47 C.F.R. § 63.12, the parties request streamlined processing of this Application.

- (1) The name, address and telephone number of the transferor and transferee.

Transferor:

Norstar Communications, Inc.
5862 Bolsa Avenue, Suite 103
Huntington Beach, CA 92649

Transferee:

Network US, Inc.
W229 N1433 Westwood Drive, Suite 205
Waukesha, WI 53186
(800) 964-3863

- (2) The state of incorporation of transferor and transferee.
 - Transferor, Norstar, is a corporation organized under the laws of the State of Nevada.
 - Transferee, Network, is a corporation organized under the laws of the State of Illinois.

- (3) Correspondence concerning this Application should be addressed to:

EllenAnn G. Sands
Nowalsky, Bronston & Gothard, APLLC
3500 N. Causeway Boulevard, Suite 1442
Metairie, Louisiana 70002
(504) 832-1984 (Telephone)
(504) 831-0892 (Facsimile)

- (4) Network certifies to the following information:

- (1) Network is not a foreign carrier and has no affiliation with a foreign carrier.

- (2) The name, address, citizenship, and principal place of business of the owners of Network, holding a 10 percent or greater ownership interest, are:

Name: Brian Sledz (50% shareholder)

Address: 1842 Centre Point Circle
Naperville, IL 60566

Citizenship: USA

Name: Tim Sledz (50% shareholder)

Address: 1842 Centre Point Circle
Naperville, IL 60566

Citizenship: USA

- (5) The parties to this application certify that they are not subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

- (6) Network proposes to acquire the licenses and intellectual property assets of Norstar by virtue of an Asset Purchase Agreement. After the transaction, Network will continue to operate, in all material respects, as Network currently operates. The technical, managerial and financial personnel of Network will provide service under the blanket Section 214 Authority presently utilized by Network. Network will operate as a non-dominant common carrier.

- (7) Network is a non-dominant carrier that resells domestic and international long distance service from various facilities based carriers. Network is authorized by the FCC to offer domestic interstate and international services in fifty (50) states and the District of Columbia as a non-dominant carrier.

Norstar is a non-dominant carrier that resells domestic and international long distance service from various facilities based carriers. Norstar is authorized by the FCC to offer domestic interstate and international services in fifty (50) states and the District of Columbia as a non-dominant carrier.

- (8) This Application is appropriate for streamlined treatment based on Section 63.03(b)(1)(i) and 63.03(b)(2)(i).

- (9) The parties have filed an application to transfer Norstar's 214 International authorization to Network.

- (10) Not applicable.
- (11) Not applicable.
- (12) The transfer of control of Norstar to Network will serve the public interest by promoting competition. Network's operations will more readily increase in size and profitability. As a result, Network will be able to offer better service to its customers at competitive rates. Given the Commission's desire to foster competition in the resale market, approval of the proposed transaction is in the public interest.

V. SUMMARY AND CONCLUSION

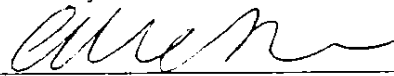
In summary, consent to the proposed transaction will allow Network to continue providing quality service to a greater number of customers and will increase competition.

No new construction is involved, and grant of the instant application would not constitute a "major" environmental action pursuant to Section 1.1305 of the Commission's Rules.

In view of the foregoing, Norstar and Network jointly request that the Commission grant the instant application for consent to the transfer of control of Norstar, an entity which has Domestic Interstate Section 214 Service Authorization to Network, an entity which has Domestic Interstate Section 214 Service Authorization.

Respectfully submitted,

By



EllenAnn G. Sands
Nowalsky, Bronston & Gothard
A Professional Limited Liability Company
3500 N. Causeway Boulevard
Suite 1442
Metairie, Louisiana 70002
Telephone: (504) 832-1984
Counsel for Norstar Communications, Inc. and
Network US, Inc.